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9 *Google Inc.*

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11 **UNITED STATES DISTRICT COURT**
12 **NORTHERN DISTRICT OF CALIFORNIA**
13 **SAN JOSE DIVISION**

14 IN RE: HIGH-TECH EMPLOYEE
ANTITRUST LITIGATION

15 THIS DOCUMENT RELATES TO:
16 ALL ACTIONS

Master Docket No. 11-CV-2509-LHK

**DECLARATION OF ANNE M. SELIN
IN SUPPORT OF DEFENDANTS'
JOINT RESPONSE TO PLAINTIFFS'
ADMINISTRATIVE MOTION TO SEAL
REGARDING FILINGS RELATED TO
PLAINTIFFS' MEMORANDUM OF
LAW IN SUPPORT OF APPLICATION
OF THE PER SE STANDARD**

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21 I, Anne M. Selin, declare as follows:

22 1. I am an attorney with the law firm of Mayer Brown LLP, counsel for Defendant
23 Google, Inc. ("Google") in the above-captioned matter. I am admitted to practice law before this
24 Court. I submit this declaration in support of Defendants' Joint Response to Plaintiffs'
25 Administrative Motion to Seal Regarding Filings Related to Plaintiffs' Memorandum of Law In
26 Support of Application of the Per Se Standard that is being filed concurrently herewith. As an
27 attorney involved in the defense of this action, unless otherwise stated, I have personal
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1 knowledge of the facts stated in this declaration and if called as a witness I could and would
2 competently testify to them.

3 2. Google has identified and made specific and narrowly tailored redactions to
4 discrete portions of certain Exhibits to the Declaration of Lisa J. Cisneros In Support of
5 Plaintiffs' Memorandum of Law In Support of Application of the Per Se Standard ("Cisneros
6 Declaration Exhibits"). These discrete portions are identified in detail in paragraph 4-13 below
7 and contain confidential and highly sensitive details about Google's compensation and recruiting
8 practices, as well as Google's contracts related to its business collaborations.

9 3. The basis for Google's proposed redactions, identified in paragraphs 4-13 below,
10 can be found in the Declarations of Frank Wagner (Google's Director of Compensation) that
11 were filed on October 9, 2012, November 12, 2012, and December 18, 2012 (ECF Nos. 201,
12 221, and 261 respectively) and the Declaration of Omid Kordestani (Google Advisor and former
13 Senior Vice President) that was filed on February 21, 2014 (ECF No. 666). In his declarations,
14 Mr. Wagner describes the competitive harm that Google would suffer if certain highly
15 confidential and highly sensitive details about Google's compensation, hiring, and recruiting
16 practices that reflect Google's internal deliberations and business strategy related to how Google
17 recruits and how Google sets and structures compensation (including salary, bonus and equity)
18 for its employees were made public. Mr. Kordestani's Declaration describes the competitive
19 harm that Google would suffer if certain highly confidential and highly sensitive details about
20 Google's contracts related to its business collaborations were made public.

21 **Google's Confidential Information in the Cisneros Declaration Exhibits**

22 4. The following portions of **Cisneros Exhibit 5** (excerpts from the Dec. 8, 2013
23 deposition of Professor Eric L. Talley) contain highly confidential and sensitive information
24 related to Google's contracts related to its business collaborations: Pages 216:19; 217:1-6, 12-
25 14; 218:24-25; and 219:1-4.

26 5. The following portions of **Cisneros Exhibit 6** (the November 25, 2013 Expert
27 Report of Kevin Murphy) contain highly confidential information and details about Google's
28 compensation and recruiting and retention strategies for its employees:

- a) Paragraph 86 (text in last sentence that begins after “total compensation at Google” and that ends before “from 2010 to 2011”)
- b) Paragraph 88 (text in second sentence that begins after “mean base salaries at Google,” and text in third sentence starting after “(i.e., stocks and options)”)
- c) Exhibit 4 on Page 40 (related to Google’s base salary and total compensation in 2003)
- d) Footnote 128 (last sentence)
- e) Footnote 130 (figures related to Google employee attrition only)

6. The following portions of **Cisneros Exhibit 7** (the December 6, 2013 Expert Report of Edward Snyder) contain highly confidential compensation and recruiting data, including details about Google’s sources for new hires and recruiting strategies and details about Google’s hiring from and employee attrition to Intel:

- a) Paragraph 36
- b) Paragraph 39(ii)
- b) Exhibit 3a (figures pertaining to Google only).

7. The following portion of **Cisneros Exhibit 8** (the November 25, 2013 Expert Report of Eric Talley) contains highly confidential data related to Google’s sources of new hires:

- a) footnote 75 (page 19).

8. The following portions of **Cisneros Exhibit 10** (the December 11, 2013 Reply Expert Report of Matthew Marx) contain highly sensitive and highly confidential details of Google’s business collaborations and its recruiting strategies:

- a) Paragraph 31
- b) Paragraphs 33-34.

9. Portions of **Cisneros Exhibit 2924** contain highly confidential and sensitive information related to a business contract between Apple and Google; a proposed redacted version is being submitted concurrently herewith.

1 10. Portions of Cisneros **Exhibit 2925** contain highly confidential and sensitive
2 information related to a business contract between Apple and Google; a proposed redacted
3 version is being submitted concurrently herewith.

4 11. Portions of **Cisneros Exhibit 2926** contain highly confidential and sensitive
5 information related to a business contract between Intel and Google; a proposed redacted version
6 is being submitted concurrently herewith.

7 12. Portions of **Cisneros Exhibit 2927** contain highly confidential and sensitive
8 information related to a business contract between Intel and Google; a proposed redacted version
9 is being submitted concurrently herewith.

10 13. Portions of **Cisneros Exhibit 2928** contain highly confidential and sensitive
11 information related to a business contract between Intuit and Google; a proposed redacted
12 version is being submitted concurrently herewith.

13 14. Based on the declarations submitted by Frank Wagner (ECF Nos. 201, 221, 261)
14 and Omid Kordestani (ECF No. 666), the information identified in Paragraphs 4-13 above is
15 highly confidential and highly sensitive commercial information, from which Google derives
16 economic benefit by maintaining its confidentiality. Google does not disclose this information to
17 its competitors, customers or the general public. *Id.* Public disclosure of this information would
18 likely result in competitive harm to Google by giving third parties, including its competitors,
19 direct insight into confidential and sensitive aspects of Google's internal decision-making
20 processes and business strategy related to employee compensation and recruiting and into
21 contracts related to Google's business collaborations. *Id.*

22 I declare under penalty of perjury under the laws of the United States that the foregoing is
23 true and correct.

24 Executed on April 14, 2014 in Palo Alto, California. /s/ Anne M. Selin
25 Anne M. Selin
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